

international switched services of U.S. carriers to international points, including Mexico and Gibraltar. Bell Atlantic has an affiliation with two foreign carriers: lusacell and Gibraltar NYNEX, which operate in Mexico and Gibraltar, respectively.

(h)(5)(i), (h)(6)(i) Mexico is a Member of the World Trade Organization.

(h)(5)(ii), (h)(6)(ii) Bell Atlantic's foreign affiliate, Gibraltar NYNEX, effectively lacks sufficient market power in Gibraltar to affect competition adversely in the U.S. market. First, Gibraltar NYNEX does not provide any international switched voice services between the United States and Gibraltar. Rather, all U.S. carriers enter into operating agreements with GibTel, Gibraltar's only carrier authorized to handle traffic on the U.S.-Gibraltar route. Second, even though Gibraltar NYNEX is authorized to provide telecommunications services between Gibraltar and Spain, Gibraltar NYNEX can not use such authority to affect adversely competition in the United States. Indeed, the Gibraltar-Spain route is outside the scope of the agency's concerns.⁷ Accordingly, the Commission should find that Bell Atlantic's affiliated carrier,

⁷ Moreover, Gibraltar NYNEX's authority to provide telecommunications service between Spain and Gibraltar may actually benefit competition in the United States to the extent that U.S. customers economically can route traffic to or from Gibraltar through Spain, and thus exert downward pressure on settlement rates negotiated between U.S. carriers and GibTel.

Gibraltar NYNEX, lacks sufficient market power in Gibraltar to harm competition in the United States.

(h)(5)(iii), (h)(6)(iii) Alternatively, the FCC has previously determined not to apply the effective competitive opportunities test to Gibraltar because the traffic on the U.S.-Gibraltar route is *de minimis*.⁸

(h)(7) As discussed in subsections (h)(5)(ii) and (h)(6)(ii), Gibraltar NYNEX, Bell Atlantic's affiliate, effectively lacks sufficient market power in Gibraltar to affect competition adversely in the U.S. market and, thus, Bell Atlantic is entitled to non-dominant regulation for the provision of international services to Gibraltar under Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3). In the event the FCC does not regulate Bell Atlantic as non-dominant on the U.S.-Gibraltar route consistent with Section 63.10(a)(3), Bell Atlantic will file the traffic reports required by Section 43.61(c) of the Commission's Rules, 47 C.F.R. § 43.61(c), for the provision of international communications services to Gibraltar.

With regard to Bell Atlantic's foreign affiliation with lusacell, the FCC has previously determined under Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3), that lusacell lacks

⁸ See *Merger of MCI Communications Corporation and British Telecommunications plc*, 12 FCC Rcd 15351, 15434 n.304 (1997) (Memorandum Opinion and Order) ("MCI/BT Merger Order") ("We do not apply a separate ECO analysis for Gibraltar in this case because, as we discuss below, the traffic on this route is *de minimis*, and only a very small part of a much larger transaction that we conclude will enhance competition in the United States.").

sufficient market power in Mexico to affect competition adversely in the U.S. market.⁹ As such, Bell Atlantic is not required to file traffic reports, pursuant to Section 43.61(c) of the Commission's Rules, 47 C.F.R. § 43.61(c), for the provision of international telecommunications services between the United States and Mexico.

(h)(8) Bell Atlantic seeks continued non-dominant regulation for the provision of international services to Mexico because, as the FCC has determined previously, lusacell lacks sufficient market power to affect competition adversely in the United States.¹⁰

In addition, Bell Atlantic qualifies for non-dominant classification for the provision of international services to Gibraltar because (1) as discussed in subsections (h)(5)(ii) and (h)(6)(ii), Gibraltar NYNEX, Bell Atlantic's affiliate, effectively lacks sufficient market power in Gibraltar to affect competition adversely in the U.S. market, and (2) the FCC has decided previously to forbear from imposing dominant regulation on a

⁹ *Bell Atlantic Communications, Inc. Application for Global Authority to Provide Facilities-based Switched, Private Line, and Data Services between the United States and International Points*, 12 FCC Rcd 1880, 1888-89 (1997) (Order, Authorization and Certificate) ("*Facilities Order*") ("We find that there is no evidence in the record, and we have no reason to believe, that lusacell controls bottleneck services or facilities in Mexico.").

¹⁰ *Id.*

U.S. carrier affiliated with a Gibraltar carrier because the amount of traffic on this route is *de minimis*.¹¹

i. Special Concessions

Bell Atlantic certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

j. Anti-Drug Abuse Act

Bell Atlantic certifies, pursuant to Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003, that no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 853a.

k. Streamlined Processing

This application qualifies for streamlined processing pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. Bell Atlantic is already regulated as non-dominant for the provision of international services to Mexico because lusacell, its

¹¹ *MCI/BT Merger Order* at 15463-464 ("No one has challenged BT/MCI's request that MCI be regulated as a non-dominant carrier on the U.S.-Gibraltar route, and we conclude that it is appropriate at this time to forbear from regulating MCI as dominant on the U.S.-Gibraltar route. We agree with BT/MCI that the amount of traffic on this route is *de minimis*. The economic costs of requiring MCI to adhere to our current dominant carrier requirements, which may be modified shortly in the *Foreign Participation Proceeding*, are not justified for a route with such a low volume of traffic.").

foreign affiliate, does not control bottleneck facilities in Mexico, and, thus, lacks sufficient market power to affect competition adversely in the United States.¹²

In addition, Bell Atlantic is entitled to non-dominant classification on the U.S.-Gibraltar route. First, as discussed in subsections (h)(5)(ii) and (h)(6)(ii), Gibraltar NYNEX, Bell Atlantic's affiliate, effectively lacks sufficient market power in Gibraltar to affect competition adversely in the U.S. market and, thus, Bell Atlantic is entitled to non-dominant regulation for the provision of international services to Gibraltar under Section 63.10(a)(3) of the Commission's Rules, 47 C.F.R. § 63.10(a)(3). Second, the FCC decided previously to forbear from imposing dominant regulation on a U.S. carrier with a foreign affiliation in Gibraltar because the amount of traffic on this route is *de minimis*.¹³ This precedent applies equally to Bell Atlantic.

¹² *Facilities Order* at 1888-89.

¹³ *MCI/BT Merger Order* at 15463-464.

BELL ATLANTIC CORPORATION

By: 

Date: 10/1/98

Respectfully submitted,

GTE CORPORATION

By: 

Date: 9/30/98

EXHIBIT 1

GTE Hawaiian Tel International Incorporated ("HTI")

- ITC-96-645 214 Authorization for Facilities Based and Resale (Switched and Private Line Non-Interconnected and Interconnected where lawful), excluding the Dominican Republic and Venezuela
- ITC-97-078 214 Authorization for Facilities Based Switched and Facilities-Based Non-Interconnected Private Line to the Dominican Republic and Venezuela

GTE Pacifica Incorporated

- ITC-97-779-AL 214 Authorization for Facilities Based and Resale (Switched and Private Line Non-Interconnected and Interconnected where lawful), excluding the Dominican Republic and Venezuela
- ITC-97-778-AL 214 Authorization to Construct and Operate the MTC Interisland Cable System Between the Commonwealth of the Northern Mariana Islands and Guam Granted by ITC-92-140 [8 FCC Rcd 750 (1993)]
- SCL-92-003-AL Cable Landing License to Land and Operate the MTC Interisland Cable System Between the Commonwealth of the Northern Mariana Islands and Guam Granted by SCL-92-003 [8 FCC Rcd 748 (1993)]

GTE Communications Corporation ("GTECC")

- ITC-97-372 214 Authorization for Facilities Based and Resale (Switched and Private Line Non-Interconnected and Interconnected where lawful), excluding the Dominican Republic and Venezuela
- ITC-95-242 214 Authorization for Resale Switched
- ITC-98-342 Joint Application for 214 Authorization to Construct, Acquire and Operate capacity in the AMERICAS-II Cable System (Public Notice No. 8121, Report No. TEL-153-B, May 13, 1998)

SCL-98-003 Joint Application for a Cable Landing License to Land and Operate a Digital Submarine Cable System among Hollywood, Florida in the United States, Puerto Rico, St. Croix in the U.S. Virgin Islands and various foreign points in the Caribbean and South America, the AMERICAS-II Cable System (Public Notice No. 8121, Report No. TEL-153-B, May 13, 1998)

GTE Telecom Incorporated

ITC-97-438 214 Authorization for Facilities-Based and Resale (Switched and Private Line Non-Interconnected and Interconnected where lawful), excluding the Dominican Republic and Venezuela

ITC-95-443 214 Authorization for Facilities-Based Private Line (Non-interconnected & Interconnected) and Resale Switched

ITC-96-313 214 Authorization for Resale Switched and Non-Interconnected Private
ITC-96-314 Line and Facilities-Based Switched and Non-interconnected Private Line to the Dominican Republic and Venezuela

GTE Wireless Incorporated

ITC-95-561 214 Authorization for Resale Switched

GTE Airfone Incorporated

ITC-91-216 214 Authorization for Resale Switched

ITC-91-238 214 Authorization to use Inmarsat

GTE Railfone Incorporated

ITC-92-245 214 Authorization for Resale Switched

GTE Hawaiian Telephone Company Incorporated ("Hawtel")

ITC-92-150 214 Authorization for International Packet Switching Service Between Guam and Hawaii and Guam and Various International Points

ITC-91-180	214 Authorization for International Packet Switching Service Between Hawaii and Belgium, Egypt, French Polynesia and Vanuatu
ITC-84-072	214 Authorization to Construct and Operate the TAT-8 Cable System between the United States, and both the United Kingdom and France
SCL-84-001	Cable Landing License to Land and Operate the TAT-8 Cable System between the United States, and both the United Kingdom and France
ITC-85-219	214 Authorization to Construct and Operate HAW-4/TPC-3 Cable System and GP-2 Cable System between and among the U.S. Mainland, Hawaii, Guam, Japan and the Philippines
SCL-85-003	Cable Landing License to Land and Operate HAW-4/TPC-3 Cable System and GP-2 Cable System between and among the U.S. Mainland, Hawaii, Guam, Japan and the Philippines
ITC-88-094	214 Authorization to Construct and Operate G-P-T Cable System extending between and among Guam, the Philippines and Taiwan
SCL-88-003	Cable Landing License to Land and Operate in the United States the G-P-T Cable System extending between and among Guam, the Philippines and Taiwan
ITC-85-219	214 Authorization to Construct and Operate the HAW-4/TPC-3 Cable System
SCL-85-003	Cable Landing License to operate the HAW-4/TPC-3 Cable System
ITC-90-072	214 Authorization to Construct and Operate the PacificRimEast Cable System extending from Hawaii to Takapuna, New Zealand
SCL-90-003	Cable Landing License to Operate the PacificRimEast Cable System extending from Hawaii to Takapuna, New Zealand
ITC-90-081	214 Authorization to Construct and Operate the HAW-5 Cable System extending from the United States Mainland to the Island of Oahu, Hawaii
SCL-90-004	Cable Landing License to Land and Operate the HAW-5 Cable System extending from the United States Mainland to the Island of Oahu, Hawaii

ITC-91-135	214 Authorization to Construct, Operate, Acquire and Activate Capacity in the TAT-10 Cable System extending from the United States Mainland to Germany and the Netherlands
SCL-91-001	Cable Landing License to Land and Operate the TAT-10 Cable System extending from the United States Mainland to Germany and the Netherlands
ITC-92-106	214 Authorization to Construct and Operate the TAINO CARIB Cable System extending between Puerto Rico, St. Thomas in the U.S. Virgin Islands, and Tortola in the British Virgin Islands
SCL-92-002	Cable Landing License to Land and Operate the TAINO CARIB Cable System extending between Puerto Rico, St. Thomas in the U.S. Virgin Islands, and Tortola in the British Virgin Islands
ITC-92-179	214 Authorization to Construct and Operate the TPC-5 Cable Network extending between and among the United States Mainland and Hawaii, Guam and Japan
SCL-92-005	Cable Landing License to Land and Operate the TPC-5 Cable Network extending between and among the United States Mainland and Hawaii, Guam and Japan
ITC-93-029	214 Authorization to Construct, Acquire Capacity in and Operate COLUMBUS II Cable System extending from Mexico to the U.S. Mainland, then to the U.S. Virgin Islands then across the Atlantic Ocean to a branching unit which extends both to Spain and to another branching unit which extends to Italy and to Portugal
SCL-93-001	Cable Landing License to Land and Operate the COLUMBUS II Cable System extending from Mexico to the U.S. Mainland, then to the U.S. Virgin Islands then across the Atlantic Ocean to a branching unit which extends both to Spain and to another branching unit which extends to Italy and to Portugal
ITC-93-030	214 Authorization to Construct and Operate the AMERICAS-1 Cable System extending from the U.S. mainland to the U.S. Virgin Islands, then to a branching unit which extends to both Brazil and Trinidad and then to Venezuela

- SCL-93-002 Cable Landing License to Land and Operate the AMERICAS-1 Cable System extending from the U.S. mainland to the U.S. Virgin Islands, then to a branching unit which extends to both Brazil and Trinidad and then to Venezuela

- SCL-93-003 Cable Landing License to Land and Operate the HTC Interisland Cable System between and among islands in the State of Hawaii

- ITC-93-062 214 Authorization to Construct and Operate the TAT-12/TAT-13 Cable Network extending from the United States mainland to the United Kingdom, then directly to France and then directly back to the United States mainland

- SCL-93-004 Cable Landing License to Land and Operate the TAT-12/TAT-13 Cable Network extending from the United States mainland to the United Kingdom, then directly to France and then directly back to the United States mainland

- ITC-95-580 214 Authorization to (1) Construct, Acquire, and Operate ANTILLAS I Cable System extending between the Dominican Republic and Puerto Rico; (2) Acquire extension facilities for ANTILLAS I; and (3) Activate Capacity in ANTILLAS I and in the extension facilities

- SCL-95-012 Cable Landing License to Land and Operate ANTILLAS I Cable System extending between the Dominican Republic and Puerto Rico

- SCL-98-004 Application for Cable Landing License to Land and Operate On a Non-Common Carrier Basis the G-P Cable System between Guam and the Philippines (filed Apr. 29, 1998)

GTE Telecommunication Services Incorporated ("TSI")

- ITC-94-094 214 Authorization for Resale Switched

The Micronesian Telecommunications Corporation

- ITC-91-037 214 Authorization for International Packet Switching Service Between the Commonwealth of the Northern Mariana Islands and Australia, Singapore, Taiwan, and American Samoa



**READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING**

Electronic Fee Audit Code
167552282741731
(1) LOCKBOX # 358145

FEDERAL COMMUNICATIONS COMMISSION

REMITTANCE ADVICE

PAGE NO. 1 OF 1

APPROVED BY OMB 3060-0589

SPECIAL USE

FCC USE ONLY
Domestic 214

SECTION A - PAYER INFORMATION

(2) PAYER NAME (If paying by credit card, enter name exactly as it appears on your card)
GTE Service Corporation

(3) TOTAL AMOUNT PAID (dollars and cents)
\$ 780.00

(4) STREET ADDRESS LINE NO. 1
1850 M Street, NW, Suite 1200

(5) STREET ADDRESS LINE NO. 2

(6) CITY
Washington

(7) STATE
DC

(8) ZIP CODE
20036

(9) DAYTIME TELEPHONE NUMBER (Include area code)
202-463-5295

(10) COUNTRY CODE (if not in U.S.A.)

SECTION B - APPLICANT INFORMATION

(11) APPLICANT NAME (If paying by credit card, enter name exactly as it appears on your card)
Bell Atlantic Corporation

(12) STREET ADDRESS LINE NO. 1
1095 Avenue of the Americas

(13) STREET ADDRESS LINE NO. 2

(14) CITY
New York

(15) STATE
NY

(16) ZIP CODE
10036

(17) DAYTIME TELEPHONE NUMBER (Include area code)
212-395-2121

(18) COUNTRY CODE (if not in U.S.A.)

SECTION C - PAYMENT INFORMATION

(19A) FCC CALL SIGN/OTHER ID
See Exhibit 1

(20A) PAYMENT TYPE CODE (PTC)
C U T

(21A) QUANTITY
1

(22A) FEE DUE FOR (PTC) IN BLOCK 20A
\$ 780.00

FCC USE ONLY

(23A) FCC CODE 1

(24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID

(20B) PAYMENT TYPE CODE (PTC)

(21B) QUANTITY

(22B) FEE DUE FOR (PTC) IN BLOCK 20B

FCC USE ONLY

(23B) FCC CODE 1

(24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID

(20C) PAYMENT TYPE CODE (PTC)

(21C) QUANTITY

(22C) FEE DUE FOR (PTC) IN BLOCK 20C

FCC USE ONLY

(23C) FCC CODE 1

(24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID

(20D) PAYMENT TYPE CODE (PTC)

(21D) QUANTITY

(22D) FEE DUE FOR (PTC) IN BLOCK 20D

FCC USE ONLY

(23D) FCC CODE 1

(24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25)

PAYER TIN

0 1 3 1 6 7 5 5 2 2

(26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2

APPLICANT TIN

0 2 3 2 2 5 9 8 8 4

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT

I, _____, Certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief. SIGNATURE _____

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

MONTH YEAR

VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization(s) herein described.

AUTHORIZED SIGNATURE

DATE

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

Application of Bell Atlantic Corporation
and GTE Corporation for Transfer of
Control of Domestic 214 Authorizations

File No. _____

**APPLICATION FOR TRANSFER OF CONTROL OF
DOMESTIC 214 AUTHORIZATIONS**

Bell Atlantic Corporation ("Bell Atlantic") and GTE Corporation ("GTE") (collectively the "Applicants"), pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.01 of the Commission's Rules, 47 C.F.R. § 63.01, hereby request Commission authority for the transfer of control of the domestic Section 214 authorizations held by GTE subsidiaries¹ to Bell Atlantic. GTE subsidiaries currently have Section 214 authority to provide domestic, interstate services, as listed in Exhibit 1 of this Application.

I. TRANSACTION AND PUBLIC INTEREST

As set forth in Exhibit A of this consolidated filing, Applicants will realize significant economic and marketing efficiencies by establishing GTE as a wholly-owned

¹ GTE subsidiaries currently authorized to provide domestic, interstate services are referenced in Exhibit 1 hereto.

subsidiary of Bell Atlantic and, accordingly, have executed an Agreement and Plan of Merger ("Agreement"). For a description of the transaction, see the cover application.

In addition, a demonstration that these transfers are in the public interest is contained in Exhibit A.

II. SECTION 63.01 REQUIREMENTS

The following information is submitted in accordance with Section 63.01 of the Commission's Rules, 47 C.F.R. § 63.01.

- a. The names and addresses of the Applicants are:

Transferor: GTE Corporation
1255 Corporate Drive
P.O. Box 152257
Irving, TX 75015
(972) 507-5000

Transferee: Bell Atlantic Corporation
1095 Avenue of the Americas
New York, NY 10036
(212) 395-2121

- b. Both GTE and Bell Atlantic are incorporated in the state of Delaware.

- c. Correspondence regarding this Application should be addressed to:

Transferor: Suzanne Carmel
GTE Corporation
c/o GTE Service Corporation
1850 M Street, N.W., Suite 1200
Washington, DC 20036
(202) 463-5295

Copy to: R. Michael Senkowski
Wiley, Rein & Fielding
1776 K Street, N.W.
Washington, D.C. 20006
(202) 429-7000

Transferee: Don Brittingham
Bell Atlantic Corporation
1300 I Street, N.W.
400 W
Washington, DC 20005
(202) 336-7873

- d. Neither GTE nor Bell Atlantic are common carriers. The GTE subsidiaries that hold the instant domestic 214 applications and certain of Bell Atlantic's subsidiaries are common carriers that operate facilities subject to Section 214 of the Act, as amended.
- e. The authorization sought in this application is for the merger of GTE with Bell Atlantic. At this time, it is not contemplated that any existing or pending Section 214 authorizations will be transferred from GTE subsidiaries to any other common carrier. The facilities that are the subject of this Application will be not be used to extend service into territories not currently served by the Applicants.
- f. The authorization sought here is not for the construction or acquisition of new interstate lines.
- g. The Section 214 authorizations that are the subject of this transfer application are described in Exhibit 1.²

² GTE has endeavored to list the domestic 214 authorizations involving facilities that are currently operated. Because the Commission's records are incomplete, GTE is continuing to attempt to resolve any discrepancies between its records and the FCC's. In an abundance of caution, therefore, GTE respectfully requests that the Commission transfer control of all currently effective 214 authorizations to Bell Atlantic. If this

(Continued...)

- h-k. The Section 214 authorizations that are the subject of this transfer application are described in Exhibit 1.³ Because authorization is not sought for the construction or acquisition of new facilities, these provisions are not applicable.
- l. For reasons discussed in Exhibit A, the public convenience and necessity will be served by grant of this application.
- m-n. This provision is not applicable because authorization is not sought for the construction or acquisition of new facilities.
- o. The Applicants have no immediate plans to modify significantly their tariff charges and regulations for the interstate services provided over the facilities covered by this Application. The Applicants may, however, make routine changes to such tariffs in the ordinary course of business and will revise tariffs to reflect changes in FCC rules and regulations.
- p. The accounting proposed to be performed in connection with the merger of GTE and Bell Atlantic will be accomplished through standard accounting entries associated with stock purchase merger agreements in

(...Continued)

reconciliation process identifies additional 214 authorizations, GTE will supplement this application specifically identifying such additional authorizations.

³ To the extent Sections 63.01(h)-(k) are applicable, the Commission should waive them because it would be unduly burdensome for Applicants to comply. See *Heartland Telecommunications Company of Iowa, Inc.*, File No. W-P-C-7159, Order and Certificate (Dec. 4, 1997) (waiving Sections 63.01(h) and 63.01(k) because compliance would be unduly burdensome).

conformance with generally accepted accounting principles and Part 32 of the Commission's rules.

- q. No new construction is involved, and grant of this Application is categorically excluded from environmental processing pursuant to Section 1.1306 of the Commission's Rules, 47 C.F.R. § 1.1306. Accordingly, an environmental assessment as described in Section 1.1311 of the Commission's Rules, 47 C.F.R. § 1.1311, is not required.

BELL ATLANTIC CORPORATION

By: _____

Date: _____

Respectfully submitted,

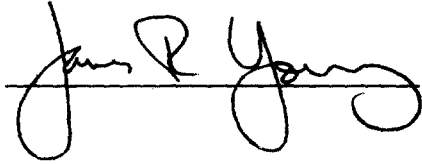
GTE CORPORATION

By:  _____

Date: 10/1/98

BELL ATLANTIC CORPORATION

By:

A handwritten signature in cursive script, appearing to read "James R. Young", written over a horizontal line.

Date:

10/1/98

Respectfully submitted,

GTE CORPORATION

By:

Date:

<u>File No./Name</u>	<u>Description/Service Area</u>	<u>Grant Date</u>
P-C-8749 Western Arkansas Telephone Company	Operation of toll facilities between Gentry, Arkansas and Concord, Oklahoma	1/21/74
W-P-C-923 Continental Telephone Company of Arkansas, Inc.	Install buried cable, reroute interstate channels - Ft. Smith, Greenwood, Hackett, Midland and Mansfield, Arkansas	8/12/76
W-P-C-923-1 Continental Telephone Company of Arkansas, Inc.	Modification to permit installation of larger cables	10/19/76
W-P-C-1246 Continental Telephone Company of Arkansas, Inc.	Place buried cable, construct carrier systems, and reroute interstate circuits in Mansfield, Waldron, and Boles, Arkansas	3/24/77
W-P-C-6239 Contel of Arkansas, Inc. and Contel of Missouri, Inc.	Supplement circuit capacity between Seligman, Missouri and Garfield, Arkansas	7/21/88
P-C-6552 California Interstate Telephone Company	Continuing authority to commence small projects	2/17/67
P-C-8150 Continental Telephone Company of California, Inc.	Acquire and operate toll lines of Golden West Telephone Company in Arizona and California	6/29/71
P-C-8708 Continental Telephone Company of California, Inc.	Indian Reservation, Arizona to New Parker Dam Co. , AZ	8/15/73
W-P-C-9410 Continental Telephone Company of California, Inc.	Supplement interstate circuit between Blythe, California and Salome, Arizona	12/8/76

W-P-C-2335 Continental Telephone Company of California, Inc.	Supplement facilities between Gardnerville, Nevada and Alpine, California	11/28/78
W-P-C-6279 Contel of Illinois, Inc. and Contel of Missouri, Inc.	Construct and operate fiber system between Quincy, Illinois and West Quincy, Missouri	10/12/88
W-P-C-6064 Contel of Indiana, Inc.	Lease of transmission facilities to provide centralized equal access service in Indiana	7/12/88
W-P-C-6285 Contel of Iowa	Argyle, Iowa to Canton, Missouri	11/3/88
W-P-C-6263 Contel of Iowa, Inc. and Contel of Missouri, Inc.	Supplement circuit capacity between Canton, Missouri and Argyle, Iowa	9/14/88
W-P-C-5517 Contel of Pennsylvania	Acquire and operate exchanges of Quaker State Telephone Company in Pennsylvania	11/8/84
W-P-C-6429 Contel of Texas, Inc.	Construct and operate fiber cable between Andrews and Midland, Texas	6/21/89
W-P-C-6587 Contel of Virginia, Inc.	Extend and enhance line between Greensville County, Virginia and Northhampton County, North Carolina	7/5/90
P-C-8697 Idaho Telephone Company	Acquire and operate toll lines of Owyhee Telephone Company in Idaho and Oregon	9/19/73
W-P-C-121 Idaho Telephone Company	Construction and operate lines between Caldwell, Idaho and Homedale, Idaho	7/9/74
W-P-C-429 Idaho Telephone Company	Supplement lines between Homesdale, Idaho and Jordan Valley, Oregon	6/6/75

W-P-C-654 Continental Telephone Company of the West, Inc.	Homedale, Idaho and Jordan Valley, Oregon	12/29/75
W-P-C-6389 GTE Northwest, Inc.	Washougal, WA - Portland, OR Sandpoint, ID - Spokane, WA Moscow, ID - Spokane, WA Troy, MT - Coeur d' Alene, ID Libby, MT - Coeur d'Alene, ID	2/16/84
W-P-C-5915 GTE of the Northwest, Inc.	Spokane, WA - Coeur d'Alene, ID	2/17/87
W-P-C-6058 Continental Tel. Co. of Indiana, Inc.	Indiana	1988
W-P-C-6587 Contel of Virginia, Inc.	Greensville County, VA - Northhampton County	6-26-90
P-C-6777 Hawaiian Telco	Paumalu-Honolulu	7/20/67
P-C-7060 California Interstate	Topaz Lake, Nevada - Citco Autovon Bldg.	6/11/68
P-C-7048 California Interstate	Topaz Lake, Nevada - Citco Autovon Bldg.	5/25/68
P-C-7475 Hawaiian Telco	Various locations in Hawaii	1970 continuing authority
P-C-6572 California Interstate	Mojave, California	1/11/67
P-C-6582 California Interstate	Bishop, California - Silver Peak, NV	1/24/67
W-P-C-2926 Continental Telco of Arkansas, Inc.	Gentry- Arkansas Colcord, Oklahoma voice grade channel	11/2/79

Exhibit No. 1
Transfer of Domestic 214 Authorizations
Page 4 of 4

W-P-C-5574 GTE of the Northwest, Inc.	Washington-Oregon-Idaho	2/7/85
W-P-C-2011 Continental Teleco of Arkansas, Inc.	Gentry-Arkansas Colcord, Oklahoma	6/22/78
W-P-C-1617 AT&T, GTE et al.	Various cities in US	11/21/77
W-P-C-626 Hawaiian Telco	Paumala E.S. - Honolulu, Hawaii	11/1/75